

Exhibit A

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

**MOTORS LIQUIDATION COMPANY, *et al.*,
f/k/a General Motors Corp., *et al.*,**

Debtors.

Chapter 11

Case No. 09-50026 (MG)

(Jointly Administered)

**[PROPOSED] ORDER PURSUANT TO 11 U.S.C. § 107(b) AND RULE 9018 OF THE
FEDERAL RULES OF BANKRUPTCY PROCEDURE AUTHORIZING THE
PARTICIPATING UNITHOLDERS TO FILE THE JOINDER OF THE
PARTICIPATING UNITHOLDERS IN THE MOTION TO ENFORCE AND THE
DECLARATION OF DANIEL H. GOLDEN
AND RELATED EXHIBITS IN SUPPORT THEREOF UNDER SEAL**

Upon the motion (the “Motion”) of certain unaffiliated holders (the “Participating Unitholders”) of approximately 65 percent of the beneficial units of the GUC Trust (the “GUC Trust”), pursuant to Section 107(b) of the Bankruptcy Code and Bankruptcy Rule 9018 for entry of an order authorizing the Participating Unitholders to file under seal certain portions of the Joinder of the Participating Unitholders in the Motion to Enforce (the “Joinder”) and the Declaration of Daniel H. Golden (the “Declaration”) and Related Exhibits in Support thereof, all as more fully described in the Motion, and the Court having jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334, and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having found and determined that the Joinder contains confidential commercial information, and that the relief sought in the Motion is in the best interests of the Participating Unitholders, Wilmington Trust Company, as trustee for and administrator of the GUC Trust, and all parties in interest, and that the legal and factual bases set forth in the Motion

establish just cause for the relief granted herein, and after due deliberation and sufficient cause appearing therefore, it is:

ORDERED that the Motion is granted as provided herein; and it is further

ORDERED that the Participating Unitholders are authorized, pursuant to Section 107(a) of the Bankruptcy Code and Bankruptcy Rule 9018, to file an unredacted copy of the Joinder, the Declaration and Related Exhibits in Support thereof under seal; and it is further

ORDERED that the information in the unredacted copy of the Joinder, the Declaration and Related Exhibits in Support thereof is confidential and shall remain under seal, and shall not be made available to anyone until such time as the Court may direct, except that copies shall be provided to the Court on a confidential basis, and to any parties as otherwise ordered by the Court; and it is further

ORDERED that any party in interest seeking access to the unredacted copy of the Joinder, the Declaration and Related Exhibits in Support thereof shall file an appropriate motion with the Court seeking such relief on appropriate notice; and it is further

ORDERED that the Participating Unitholders may move to unseal or dispose of the unredacted copy of the Joinder, the Declaration and Related Exhibits in Support thereof at the conclusion of the matter unless the Joinder, the Declaration and Related Exhibits in Support thereof have already been moved to the public docket; and it is further

ORDERED that this Order is without prejudice to the rights of any party in interest; and it is further

ORDERED that the Participating Unitholders are authorized to take all steps it deems reasonable or necessary to carry out this Order; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from
or related to the implementation, interpretation and/or enforcement of this Order

Dated: _____, 2017
New York, New York

HON. MARTIN GLENN, U.S.B.J.